

EXHIBIT C

THIS SUPPLEMENTAL AGREEMENT, made between

SOUTHERN RAILWAY COMPANY, a Virginia corporation, its successors and assigns, hereinafter styled Railroad, party of the first part; and

W. R. GRACE & CO., a Connecticut corporation, hereinafter styled Industry, party of the second part;

W I T N E S S E T H: That

WHEREAS, under the terms and conditions of that certain written agreement (hereinafter referred to as "Agreement") between the parties hereto dated December 15, 1980, Railroad operates an existing industrial track at NATKA, South Carolina to serve the business of Industry; and

WHEREAS, Industry has, at its own cost and expense, constructed an additional industrial track, 477 feet, more or less, in length, springing from said existing industrial track and the parties hereto enter into this supplemental agreement to provide for the operation of said additional industrial track;

NOW, THEREFORE, the PARTIES HERETO agree as follows:

1. Railroad will operate said additional industrial track upon all of the terms and conditions and subject to all of the provisions of said Agreement, as herein modified; the location of said additional industrial track being substantially as shown in red on print of Drawing No. AC-0020-R1, dated March 2, 1983, revised June 26, 1983, annexed hereto and made a part of this supplemental agreement.

2. Industry hereby guarantees to Railroad the right to operate any portion of said additional industrial track which may be located beyond the limits of the right of way of Railroad, or upon or across any public highway.

3. Title said said additional industrial track is vested in Industry and Industry shall maintain the same in all respects in accordance with the provisions of Article 3 of Exhibit "A" of said Agreement.

4. This supplemental agreement shall be effective as of the 1st day of September, 1983, is supplemental to said Agreement and modifies

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the same as herein provided but not otherwise; and said Agreement, as herein modified, shall continue in effect until terminated as therein provided.

IN WITNESS WHEREOF, the parties hereto have executed this agreement in duplicate, each part being an original, as of the 7th day of November, 1983.

In presence of:

R. E. Lee
As to Railroad.

By SOUTHERN RAILWAY COMPANY,
By

[Signature]
Vice President.

In presence of:

John P. Morden
As to Industry.

By W. R. GRACE & CO.,
By

[Signature]
Vice President, Mfg.
Dayison Chemical Division

JMJ 8/17/83
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